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11
12 **UNITED STATES DISTRICT COURT**
13 **NORTHERN DISTRICT OF CALIFORNIA**
14 **SAN JOSE DIVISION**
15

16 *In re Google Generative AI Copyright*
17 *Litigation*

Master File Case No.: 5:23-cv-03440-EKL
Consolidated with Case No.: 5:24-cv-02531-EKL

18 **DEFENDANT GOOGLE LLC'S ANSWER**
19 **TO PLAINTIFFS' SECOND AMENDED**
20 **CONSOLIDATED CLASS ACTION**
21 **COMPLAINT**

Judge: Hon. Eumi K. Lee
Magistrate Judge: Susan van Keulen

22 **DEMAND FOR JURY TRIAL**
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1 Defendant Google LLC (“Google”) hereby answers Plaintiffs’ Second Amended
2 Consolidated Class Action Complaint (ECF No. 234) (“SAC”).

3 To the extent the paragraphs of the SAC are grouped under headings and subheadings,
4 Google responds generally that such headings and subheadings (some of which are repeated
5 below for reference only and which do not constitute admissions) state legal conclusions and
6 pejorative inferences to which no response is required. To the extent a response is necessary,
7 Google denies each and every heading and subheading in the SAC and incorporates by reference
8 this response in each Paragraph below as if fully set forth herein.

9 Further, Google objects that, rather than a short and plain statement of Plaintiffs’
10 allegations and claims required by Fed. R. Civ. P. 8, the SAC is an overlong narrative with
11 lengthy Paragraph after lengthy Paragraph of advocacy. The complex rhetoric and built-in
12 assumptions in the SAC make straightforward responses often impossible.

13 Except as expressly admitted herein, Google denies any and all allegations as set forth in
14 the SAC. Google expressly reserves the right to amend and/or supplement its Answer as may be
15 necessary. Google further answers the numbered Paragraphs in the Complaint as follows:

16 **I. INTRODUCTION**

17 1. Google admits that Gemini is a multimodal model family that includes Gemini
18 1.0, Gemini 1.0 Pro, Gemini 1.0 Ultra, Gemini 1.0 Nano, Gemini 1.5 Pro, Gemini 1.5 Flash,
19 Gemini 1.5 Flash-8B, and Gemini 2.0. Google further admits that it has developed several text-
20 to-image diffusion models that have been publicly described with the name “Imagen.” Google
21 denies the remaining allegations in Paragraph 1.

22 2. Google admits that the LaMDA models referenced in *LaMDA: Language Models*
23 *for Dialog Applications* were “pre-trained on a dataset of 1.56T words.” Google denies the
24 remaining allegations in Paragraph 2.

25 3. Google admits that, as of December 20, 2024, the following identified products
26 utilize at least one version of a Gemini model: Search, Cloud, Gmail, Docs, Workspace, Ads,
27 Slides, Chrome, YouTube, Photos, Sheets, Meet, Pixel, Maps, AI Studio, Vids, and Vertex AI.
28 Google denies the remaining allegations in Paragraph 3.

1 4. Google denies the allegations in Paragraph 4.

2 5. Google admits that the language quoted in Paragraph 5 appears in a March 31,
3 2023 statement of FTC Commissioner Alvaro M. Bedoya. Google denies the remaining
4 allegations in Paragraph 5.

5 6. Google admits that Google has, since the statement described in Paragraph 5,
6 copied materials to build and train its AI products, including Imagen and Gemini. Google denies
7 the remaining allegations in Paragraph 6.

8 7. Google denies the allegations in Paragraph 7.

9 8. Google admits that Google collects subscription fees for certain generative AI
10 models. Google further admits that certain Google products and services incorporate
11 functionality utilizing certain generative AI models. Google denies the remaining allegations in
12 Paragraph 8.

13 9. Google admits that in July 2024, Sundar Pichai, CEO Alphabet and Google, said,
14 “Year to date, our AI Infrastructure and Generative AI Solutions for Cloud customers have
15 already generated billions in revenues, and are being used by more than 2 million developers.”
16 Google denies the remaining allegations in Paragraph 9.

17 10. Google admits that during an October 29, 2024 earnings call, Pichai stated that
18 “[o]ur commitment to innovation, as well as our long term focus and investment in AI, are
19 paying off and driving success for the company and for our customers.” Google denies the
20 remaining allegations in Paragraph 10.

21 11. Paragraph 11 is a legal conclusion to which no response is required. To the extent
22 a response is required, Google denies the allegations of Paragraph 11.

23 12. Paragraph 12 is a legal conclusion to which no response is required. To the extent
24 a response is required, Google denies the allegations of Paragraph 12.

25 13. Paragraph 13 is a legal conclusion to which no response is required. To the extent
26 a response is required, Google denies the allegations of Paragraph 13.

27 14. Paragraph 14 is a legal conclusion to which no response is required. To the extent
28 a response is required, Google denies that Plaintiffs are entitled to any relief.

II. JURISDICTION AND VENUE

15. Google admits that the Complaint asserts a claim under the Copyright Act, which gives rise to subject-matter jurisdiction under 28 U.S.C. § 1331. Google does not contest personal jurisdiction or venue in this District. Google denies the remaining allegations in Paragraph 15.

16. Google does not contest assignment to the San Jose division.

III. PARTIES

17. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 17.

18. Google denies that it took, used, copied, and/or reproduced Plaintiff Almond's purported works set forth in Exhibit A without license or authorization. Google lacks knowledge or information sufficient to form a belief about the truth of the remaining allegations in Paragraph 18.

19. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 19.

20. Google denies the allegations in Paragraph 20.

21. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 21.

22. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 22.

23. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 23.

24. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 24.

25. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 25.

26. Google lacks knowledge or information sufficient to form a belief about the truth of the allegations in Paragraph 26.

1 27. Google denies the allegations in Paragraph 27.

2 28. Google denies the allegations in Paragraph 28.

3 29. Google denies the allegations in Paragraph 29.

4 30. Google denies that Plaintiff Sarah Andersen is domiciled in Oregon. Google lacks
5 knowledge or information sufficient to form a belief about the truth of the remaining allegations
6 in Paragraph 30.

7 31. Google denies that Plaintiff Andersen has valid registrations for each of her
8 purported works set forth in Exhibit A. Google denies that it took, used, copied, and/or
9 reproduced Andersen's purported works set forth in Exhibit A without license or authorization.
10 Google lacks knowledge or information sufficient to form a belief about the truth of the
11 remaining allegations in Paragraph 31.

12 32. Google denies the allegations in Paragraph 32.

13 33. Google denies the allegations in Paragraph 33.

14 34. Google denies the allegations in Paragraph 34.

15 35. Google lacks knowledge or information sufficient to form a belief about the truth
16 of the allegations in Paragraph 35.

17 36. Google denies that it took, used, copied, and/or reproduced Plaintiff Barer's
18 purported works set forth in Exhibit A without license or authorization. Google lacks knowledge
19 or information sufficient to form a belief about the truth of the remaining allegations in
20 Paragraph 36.

21 37. Google lacks knowledge or information sufficient to form a belief about the truth
22 of the allegations in Paragraph 37.

23 38. Google denies the allegations in Paragraph 38.

24 39. Google lacks knowledge or information sufficient to form a belief about the truth
25 of the allegations in Paragraph 39.

26 40. Google lacks knowledge or information sufficient to form a belief about the truth
27 of the allegations in Paragraph 40.

1 41. Google lacks knowledge or information sufficient to form a belief about the truth
2 of the allegations in Paragraph 41.

3 42. Google lacks knowledge or information sufficient to form a belief about the truth
4 of the allegations in Paragraph 42.

5 43. Google lacks knowledge or information sufficient to form a belief about the truth
6 of the allegations in Paragraph 43.

7 44. Google lacks knowledge or information sufficient to form a belief about the truth
8 of the allegations in Paragraph 44.

9 45. Google denies the allegations in Paragraph 45.

10 46. Google denies the allegations in Paragraph 46.

11 47. Google denies the allegations in Paragraph 47.

12 48. Google lacks knowledge or information sufficient to form a belief about the truth
13 of the allegations in Paragraph 48.

14 49. Google denies that it took, used, copied, and/or reproduced Plaintiff Fink's
15 purported work set forth in Exhibit A without license or authorization. Google lacks knowledge
16 or information sufficient to form a belief about the truth of the remaining allegations in
17 Paragraph 49.

18 50. Google lacks knowledge or information sufficient to form a belief about the truth
19 of the allegations in Paragraph 50.

20 51. Google denies the allegations in Paragraph 51.

21 52. Google denies the allegations in Paragraph 52.

22 53. Google denies the allegations in Paragraph 53.

23 54. Google lacks knowledge or information sufficient to form a belief about the truth
24 of the allegations in Paragraph 54.

25 55. Google denies that it took, used, copied, and/or reproduced Plaintiff Hubbard's
26 purported works set forth in Exhibit A without license or authorization. Google lacks knowledge
27 or information sufficient to form a belief about the truth of the remaining allegations in
28 Paragraph 55.

1 56. Google lacks knowledge or information sufficient to form a belief about the truth
2 of the allegations in Paragraph 56.

3 57. Google denies the allegations in Paragraph 57.

4 58. Google lacks knowledge or information sufficient to form a belief about the truth
5 of the allegations in Paragraph 58.

6 59. Google lacks knowledge or information sufficient to form a belief about the truth
7 of the allegations in Paragraph 59.

8 60. Google lacks knowledge or information sufficient to form a belief about the truth
9 of the allegations in Paragraph 60.

10 61. Google lacks knowledge or information sufficient to form a belief about the truth
11 of the allegations in Paragraph 61.

12 62. Google lacks knowledge or information sufficient to form a belief about the truth
13 of the allegations in Paragraph 62.

14 63. Google lacks knowledge or information sufficient to form a belief about the truth
15 of the allegations in Paragraph 63.

16 64. Google denies the allegations in Paragraph 64.

17 65. Google denies the allegations in Paragraph 65.

18 66. Google denies the allegations in Paragraph 66.

19 67. Google lacks knowledge or information sufficient to form a belief about the truth
20 of the allegations in Paragraph 67.

21 68. Google denies that Plaintiff Larson is the legal or beneficial owner of her
22 purported work set forth in Exhibit A. Google denies that Google took, used, copied, and/or
23 reproduced Larson ’s purported work set forth in Exhibit A without license or authorization.
24 Google lacks knowledge or information sufficient to form a belief about the truth of the
25 remaining allegations in Paragraph 68.

26 69. Google admits that, as of the date of the filing of this answer, a document titled
27 “All Summer Long” appears at [https://www.scribd.com/document/753880651/OceanofPDF-](https://www.scribd.com/document/753880651/OceanofPDF-com-All-Summer-Long-the-Eagle-Rock-Trilogy-Hope-Larson)
28 [com-All-Summer-Long-the-Eagle-Rock-Trilogy-Hope-Larson](https://www.scribd.com/document/753880651/OceanofPDF-com-All-Summer-Long-the-Eagle-Rock-Trilogy-Hope-Larson). Google otherwise lacks

1 knowledge or information sufficient to form a belief about the truth of the allegations in
2 Paragraph 69.

3 70. Google denies the allegations in Paragraph 70.

4 71. Google admits that, as of the date of the filing of this answer, a document titled
5 “All Summer Long” appears at [https://www.scribd.com/document/753880651/OceanofPDF-](https://www.scribd.com/document/753880651/OceanofPDF-com-All-Summer-Long-the-Eagle-Rock-Trilogy-Hope-Larson)
6 [com-All-Summer-Long-the-Eagle-Rock-Trilogy-Hope-Larson](https://www.scribd.com/document/753880651/OceanofPDF-com-All-Summer-Long-the-Eagle-Rock-Trilogy-Hope-Larson). Google otherwise lacks
7 knowledge or information sufficient to form a belief about the truth of the allegations in
8 Paragraph 71.

9 72. Google denies the allegations in Paragraph 72.

10 73. Google denies the allegations in Paragraph 73.

11 74. Google denies the allegations in Paragraph 74.

12 75. Google lacks knowledge or information sufficient to form a belief about the truth
13 of the allegations in Paragraph 75.

14 76. Google denies that it took, used, copied, and/or reproduced Plaintiff Lemos’s
15 purported works set forth in Exhibit A without license or authorization. Google lacks knowledge
16 or information sufficient to form a belief about the truth of the remaining allegations in
17 Paragraph 76.

18 77. Google lacks knowledge or information sufficient to form a belief about the truth
19 of the allegations in Paragraph 77.

20 78. Google denies the allegations in Paragraph 78.

21 79. Google denies the allegations in Paragraph 79.

22 80. Google denies the allegations in Paragraph 80.

23 81. Google lacks knowledge or information sufficient to form a belief about the truth
24 of the allegations in Paragraph 81.

25 82. Google denies that it took, used, copied, and/or reproduced Plaintiff Leovy’s
26 purported work set forth in Exhibit A without license or authorization. Google lacks knowledge
27 or information sufficient to form a belief about the truth of the remaining allegations in
28 Paragraph 82.

1 83. Google lacks knowledge or information sufficient to form a belief about the truth
2 of the allegations in Paragraph 83.

3 84. Google denies the allegations in Paragraph 84.

4 85. Google lacks knowledge or information sufficient to form a belief about the truth
5 of the allegations in Paragraph 85.

6 86. Google denies the allegations in Paragraph 86.

7 87. Google denies the allegations in Paragraph 87.

8 88. Google denies the allegations in Paragraph 88.

9 89. Google lacks knowledge or information sufficient to form a belief about the truth
10 of the allegations in Paragraph 89.

11 90. Google denies that it took, used, copied, and/or reproduced Plaintiff McLennan's
12 purported work set forth in Exhibit A without license or authorization. Google lacks knowledge
13 or information sufficient to form a belief about the truth of the remaining allegations in
14 Paragraph 90.

15 91. Google lacks knowledge or information sufficient to form a belief about the truth
16 of the allegations in Paragraph 91.

17 92. Google denies the allegations in Paragraph 92.

18 93. Google lacks knowledge or information sufficient to form a belief about the truth
19 of the allegations in Paragraph 93.

20 94. Google lacks knowledge or information sufficient to form a belief about the truth
21 of the allegations in Paragraph 94.

22 95. Google denies the allegations in Paragraph 95.

23 96. Google denies the allegations in Paragraph 96.

24 97. Google denies the allegations in Paragraph 97.

25 98. Google lacks knowledge or information sufficient to form a belief about the truth
26 of the allegations in Paragraph 98.

27 99. Google denies that it took, used, copied, and/or reproduced Plaintiff Zhang's
28 purported works set forth in Exhibit A without license or authorization. Google lacks knowledge

1 or information sufficient to form a belief about the truth of the remaining allegations in
2 Paragraph 99.

3 100. Google lacks knowledge or information sufficient to form a belief about the truth
4 of the allegations in Paragraph 100.

5 101. Google denies the allegations in Paragraph 101.

6 102. Google denies the allegations in Paragraph 102.

7 103. Google denies the allegations in Paragraph 103.

8 104. Google admits that Google LLC's principal place of business is 1600
9 Amphitheatre Parkway, Mountain View, CA 94043. Google further admits that Google LLC is a
10 subsidiary of Alphabet Inc. Google further admits that Google LLC develops and deploys
11 generative AI models and products powered by generative AI models. Google further admits that
12 Google developed generative AI models or products, including Bard, Gemini, Imagen, PaLM,
13 GLaM, and LaMDA. Google further admits that Google offers products and services, including
14 Google Search, Google Cloud, Gmail, Google Docs, Google Ads, Google Slides, Chrome,
15 YouTube, Google Photos, Google Sheets, Google Meet, Google Pixel, Google Maps, Google AI
16 Studio, Google Vids, Google Workspace, and Vertex AI. Google denies the remaining
17 allegations in Paragraph 104.

18 105. Google denies the allegations in Paragraph 105.

19 106. Google admits that Sundar Pichai serves as CEO of both Alphabet Inc. and
20 Google LLC. Google admits that Alphabet Inc.'s 2023 10-K states that "We are expanding our
21 investment in AI across the entire company. This includes generative AI and continuing to
22 integrate AI capabilities into our products and services." Google further admits that Alphabet
23 Inc.'s 2023 10-K states that "Reflecting DeepMind's increasing collaboration with Google
24 Services, Google Cloud, and Other Bets, beginning in the first quarter of 2023 DeepMind is
25 reported as part of Alphabet-level activities instead of within Other Bets." Google denies the
26 remaining allegations in Paragraph 106.

27 107. Google admits that, in the April 2024 document titled, "Alphabet Announces First
28 Quarter 2024 Results," Sundar Pichai stated that "we are well underway with our Gemini era and

1 there's great momentum across the company. Our leadership in AI research and infrastructure,
2 and our global product footprint, position us well for the next wave of AI innovation." Google
3 denies the remaining allegations in Paragraph 107.

4 108. Google denies the allegations in Paragraph 108.

5 109. Google admits that Alphabet Inc. and Google LLC share certain executives.

6 Google denies the remaining allegations in Paragraph 109.

7 110. Google denies the allegations in Paragraph 110.

8 111. Google denies the allegations in Paragraph 111.

9 **IV. FACTUAL ALLEGATIONS**

10 112. Google denies the allegations in Paragraph 112.

11 113. Google admits that, as of December 20, 2024, several Google products and
12 services utilized generative AI models, including Search, Cloud, Gmail, Docs, Workspace, Ads,
13 Slides, Chrome, YouTube, Photos, Sheets, Meet, Pixel, Maps, AI Studio, Vids, and Vertex AI.
14 Google denies the remaining allegations in Paragraph 113.

15 114. Google admits that the "Generative AI Models" identified in the complaint
16 include large language models ("LLMs"), text-to-image diffusion models ("T2I models"), and
17 multimodal large language models ("MLLMs"). Google denies the remaining allegations in
18 paragraph 114.

19 115. Google admits that LLMs accept user text prompts as input text and generative
20 responsive text as output. Google further admits that the size and quality of the datasets used for
21 training an LLM affects the LLM's performance in responding to user prompts. Google denies
22 the remaining allegations in paragraph 115.

23 116. Google denies the allegations in Paragraph 116.

24 117. Google admits that text-to-image diffusion models use text prompts to create
25 image outputs through machine-learning techniques and processes involving diffusion. Google
26 denies the remaining allegations in paragraph 117.

27 118. Google admits that multimodal large language models may be able to accept input
28 and generate output in multiple formats. Google further admits that some MLLMs may be

1 trained on datasets that include a variety of text, image, audio, and video data. Google denies the
2 remaining allegations in paragraph 118.

3 119. Google admits that it obtains revenue from subscription fees for access to certain
4 Generative AI Models. Google denies the remaining allegations in Paragraph 119.

5 120. Google admits that Bard was launched in March 2023. The cited source, *10*
6 *helpful ways to use Bard* (Aug. 10, 2023), [https://blog.google/products/gemini/how-to-use-](https://blog.google/products/gemini/how-to-use-google-bard/)
7 [google-bard/](https://blog.google/products/gemini/how-to-use-google-bard/), speaks for itself. Google denies the remaining allegations in paragraph 120.

8 121. Google admits that Google developed one or more versions of Bard using a
9 version of LaMDA. Google denies the remaining allegations in Paragraph 121.

10 122. Google admits that Google created the Infiniset dataset as described in the paper
11 *LaMDA: Language Models for Dialog Applications*, available at
12 <https://arxiv.org/abs/2201.08239>. Google further admits that, according to that paper, the
13 composition of the data in the Infiniset dataset described in that paper is “50% dialogs data from
14 public forums; 12.5% C4 data; 12.5% code documents from sites related to programming like
15 Q&A sites, tutorials, etc; 12.5% Wikipedia (English); 6.25% English web documents; and 6.25%
16 Non-English web documents.” Google admits that the version of LaMDA described in that paper
17 was trained on the Infiniset dataset described in that paper. Google further admits that it created
18 the “Colossal Clean Crawled Corpus,” otherwise known as the C4 dataset, as described in the
19 paper *Exploring the Limits of Transfer Learning with a Unified Text-to-Text Transformer*,
20 available at <https://arxiv.org/abs/1910.10683>. Google denies the remaining allegations in
21 Paragraph 122.

22 123. Google lacks knowledge or information sufficient to form a belief about the truth
23 of the allegations in Paragraph 123.

24 124. Google admits that the copyright symbol appears within C4. Google denies the
25 remaining allegations in Paragraph 124.

26 125. Google lacks knowledge or information sufficient to form a belief about the truth
27 of the allegations in Paragraph 125.

28

1 126. Google lacks knowledge or information sufficient to form a belief about the truth
2 of the allegations in Paragraph 126.

3 127. Google admits that a subset of data contained in Infiniset was among the data
4 available to be used for training one or more models that were used at one point with Bard.
5 Google denies the remaining allegations in Paragraph 127.

6 128. Google denies the allegations in Paragraph 128.

7 129. Google admits that Google used datasets containing copyrighted works to train
8 Gemini. Google denies the remaining allegations in Paragraph 129.

9 130. Google denies the allegations in Paragraph 130.

10 131. Google admits that Google used a portion of the images referenced in the
11 LAION-400M dataset to train the Imagen research model described in “Photorealistic Text-to-
12 Image Diffusion Models with Deep Language Understanding,” which was published in May
13 2022. Construing Imagen 2 to refer to the model Google announced in December 2023, and
14 Imagen 3 to refer to the model Google released in May 2024, Google denies the remaining
15 allegations in Paragraph 131.

16 132. Google admits that, in November 2022, Google made a version of a model called
17 Imagen available to users through Google’s AI Test Kitchen. Google denies that this model was
18 the same model described in the paper published in May 2022. Google further admits that the
19 Verge article entitled, “Google’s AI-powered search experience can now generate images,” and
20 cited in Paragraph 133 reported that Google “announced it will be adding Imagen—in a very
21 limited form—to its AI Test Kitchen app as a way to collect early feedback on the technology.”
22 Google denies the remaining allegations in Paragraph 132.

23 133. Google admits that, in May 2023, Google made a version of a model called
24 Imagen available through Vertex AI. Google denies that this model was the same model
25 described in the paper published in May 2022. Google further admits that a May 10, 2023 blog
26 post entitled, *Google Cloud advances generative AI at I/O: new foundation models, embeddings,*
27 *and tuning tools in Vertex AI*, [https://cloud.google.com/blog/products/ai-machine-](https://cloud.google.com/blog/products/ai-machine-learning/google-cloud-launches-new-ai-models-opens-generative-ai-studio)
28 [learning/google-cloud-launches-new-ai-models-opens-generative-ai-studio](https://cloud.google.com/blog/products/ai-machine-learning/google-cloud-launches-new-ai-models-opens-generative-ai-studio), stated that “Imagen,

1 our text-to-image foundation model, lets organizations generate and customize studio-grade
2 images at scale for any business need.” Google denies the remaining allegations in Paragraph
3 133.

4 134. Google admits that, in October 2023, Google made a version of a model called
5 Imagen available through the Search Generative Experience. Google denies that this model was
6 the same model described in the paper published in May 2022. Google further admits that the
7 cited article, “Google’s AI-powered search experience can now generate images,”
8 [https://www.theverge.com/2023/10/12/23913337/google-ai-powered-search-sge-images-written-](https://www.theverge.com/2023/10/12/23913337/google-ai-powered-search-sge-images-written-drafts)
9 [drafts](https://www.theverge.com/2023/10/12/23913337/google-ai-powered-search-sge-images-written-drafts), stated that “If you’re opted in to SGE through Google’s Search Labs program, you can
10 just type your query into the Google search bar. After you do, SGE can create a few images
11 based on your prompt that you can pick from. The tool is powered by the Imagen family of AI
12 models, Google spokesperson Craig Ewer tells The Verge.” Google denies the remaining
13 allegations in Paragraph 134.

14 135. Google admits that Google announced Imagen 2 in December 2023, at
15 <https://deepmind.google/technologies/imagen-2/>. Google further admits that Google’s
16 announcement stated that “From the outset, we invested in training data safety for Imagen 2, and
17 added technical guardrails to limit problematic outputs like violent, offensive, or sexually explicit
18 content.” Google denies the remaining allegations in Paragraph 135.

19 136. Google denies the allegations in Paragraph 136.

20 137. Google admits that LAION is an acronym for “Large-scale Artificial Intelligence
21 Open Network.” Google lacks information sufficient to form a belief about the truth of the
22 remaining allegations in Paragraph 137.

23 138. Google lacks information sufficient to form a belief about the truth of the
24 allegations in Paragraph 138.

25 139. Google lacks information sufficient to form a belief about the truth of the
26 allegations in Paragraph 139.

27 140. Google admits that copies of the actual images referenced in the LAION-400M
28 dataset records are not included with the dataset and that use of the referenced images for

1 training a model would require obtaining copies of the images. Google lacks information
2 sufficient to form a belief about the truth of the remaining allegations in Paragraph 140.

3 141. Google denies the allegations in Paragraph 141.

4 142. Google lacks information sufficient to form a belief about the truth of the
5 allegations that Plaintiffs Jingna Zhang, Sarah Andersen, Jessica Fink, Mike Lemos, and Connie
6 McLennan, own one or more copyrighted works found within LAION-400M. Google denies the
7 remaining allegations in Paragraph 142.

8 143. Google admits that Google hired Romain Beaumont. Google denies that it hired
9 Beaumont to influence the creation of future LAION image datasets. Google lacks information
10 sufficient to form a belief about the truth of the remaining allegations in Paragraph 143.

11 144. Google admits that in Google's December 2023 announcement of Imagen 2,
12 Google stated that "We trained a specialized image aesthetics model based on human preferences
13 for qualities like good lighting, framing, exposure, sharpness, and more. Each image was given
14 an aesthetics score which helped condition Imagen 2 to give more weight to images in its
15 training dataset that align with qualities humans prefer." Google lacks information sufficient to
16 form a belief about the truth of the remaining allegations in Paragraph 144.

17 145. Google lacks information sufficient to form a belief about the truth of the
18 allegations in Paragraph 145.

19 146. Google lacks information sufficient to form a belief about the truth of the
20 allegations in Paragraph 146.

21 147. Google denies the allegations in Paragraph 147.

22 148. Google admits that Google released Imagen 3 in August 2024. Google denies the
23 remaining allegations in Paragraph 148.

24 149. Google denies the allegations in Paragraph 149.

25 150. Google denies the allegations in Paragraph 150.

26 151. Google admits that LAION-400M and C4 contain copyrighted works. Google
27 denies the remaining allegations in Paragraph 151.

1 152. Google admits that on October 12, 2023, Google announced in a post titled
 2 “Shared fate: Protecting customers with generative AI indemnification,”
 3 [https://cloud.google.com/blog/products/ai-machine-learning/protecting-customers-with-](https://cloud.google.com/blog/products/ai-machine-learning/protecting-customers-with-generative-ai-indemnification)
 4 [generative-ai-indemnification](https://cloud.google.com/blog/products/ai-machine-learning/protecting-customers-with-generative-ai-indemnification), that it would provide certain indemnities related to certain
 5 generative AI tools and stated that “[i]f you are challenged on copyright grounds, we will assume
 6 responsibility for the potential legal risks involved.” Google denies the remaining allegations in
 7 Paragraph 152.

8 153. Google admits that public statements by Google acknowledge the importance of
 9 respecting copyright. Google denies the remaining allegations in Paragraph 153.

10 154. Google admits that, as of the date of this Answer, multiple Google products and
 11 services utilize in part at least one version of a Gemini model, including Google Cloud,
 12 YouTube, and Google Ads. Google denies the remaining allegations in Paragraph 154.

13 155. Google denies the allegations in Paragraph 155.

14 156. Google denies the allegations in Paragraph 156.

15 157. Google denies the allegations in paragraph 157.

16 158. Google denies the allegations in Paragraph 158.

17 159. Google denies the allegations in Paragraph 159.

18 160. Google denies the allegations in Paragraph 160.

19 161. Google denies the allegations in Paragraph 161.

20 162. Paragraph 162 is a legal conclusion to which no response is required. To the
 21 extent a response is required, Google denies the allegations in this paragraph and denies that
 22 there is any basis for class certification.

23 **V. CLASS ALLEGATIONS**

24 163. Paragraph 163 is a legal conclusion to which no response is required. To the
 25 extent a response is required, Google denies the allegations in this paragraph and denies that
 26 there is any basis for class certification.

1 164. Paragraph 164 is a legal conclusion to which no response is required. To the
2 extent a response is required, Google denies the allegations in this paragraph and denies that
3 there is any basis for class certification.

4 165. Paragraph 165 is a legal conclusion to which no response is required. To the
5 extent a response is required, Google denies the allegations in this paragraph and denies that
6 there is any basis for class certification.

7 166. Paragraph 166 is a legal conclusion to which no response is required. To the
8 extent a response is required, Google denies the allegations in this paragraph and denies that
9 there is any basis for class certification.

10 167. Paragraph 167 is a legal conclusion to which no response is required. To the
11 extent a response is required, Google denies the allegations in this paragraph and denies that
12 there is any basis for class certification.

13 168. Paragraph 168 is a legal conclusion to which no response is required. To the
14 extent a response is required, Google denies the allegations in this paragraph and denies that
15 there is any basis for class certification.

16 169. Paragraph 169 is a legal conclusion to which no response is required. To the
17 extent a response is required, Google denies the allegations in this paragraph and denies that
18 there is any basis for class certification.

19 170. Paragraph 170 is a legal conclusion to which no response is required. To the
20 extent a response is required, Google denies the allegations in this paragraph and denies that
21 there is any basis for class certification.

22 **VI. CAUSES OF ACTION**

23 **COUNT 1**

24 **Direct Copyright Infringement (17. U.S.C. § 501) Against Google LLC**

25 171. Google reiterates its responses to the preceding paragraphs of this Answer as if
26 fully set forth herein.

27 172. Google denies the allegations in Paragraph 172.
28

173. Paragraph 173 is a legal conclusion to which no response is required. To the extent a response is required, Google denies the allegations in Paragraph 173.

174. Google denies the allegations in Paragraph 174.

175. Google denies the allegations in Paragraph 175.

176. Google denies the allegations in Paragraph 176.

177. Google denies the allegations in Paragraph 177.

178. Google denies the allegations in Paragraph 178.

179. Google denies the allegations in Paragraph 179.

180. Google denies the allegations in Paragraph 180.

181. Google denies the allegations in Paragraph 181.

VII. PRAYER FOR RELIEF

182. Paragraph 182 is a prayer to which no response is required. To the extent a response is required, Google denies that Plaintiffs are entitled to any relief and requests such relief in favor of Google as the Court may deem appropriate.

VIII. JURY TRIAL DEMANDED

This paragraph is a demand as to which no response is required. To the extent a response is required, Google denies that all issues raised by Plaintiffs are triable to a jury.

AFFIRMATIVE AND OTHER DEFENSES

Pursuant to Rule 8(c) of the Federal Rules of Civil Procedure, Google asserts the following affirmative and other defenses, and does so on information and belief as to the actions of others. By including a defense in this section, Google does not concede that it is an affirmative defense that must be pleaded, or that Google bears the burden of proof or persuasion on any of these defenses. Google reserves the right to assert additional defenses in the event that discovery or further investigation demonstrates that any such defense is appropriate or applicable.

FIRST DEFENSE

(Failure to State a Claim)

Plaintiffs' Complaint fails to state a claim for copyright infringement because it lacks

1 legally sufficient allegations establishing copyright infringement, including but not limited to
2 allegations that Google engaged in volitional conduct in regard to Plaintiffs' works.

3 **SECOND DEFENSE**

4 **(License)**

5 Plaintiffs' claims are barred in whole or in part by express or implied licenses, consents,
6 or permissions that Plaintiffs or other authorized persons have granted to Google, and/or to other
7 parties who in turn have granted such licenses, consents, or permissions to Google.

8 **THIRD DEFENSE**

9 **(Fair Use)**

10 Plaintiffs' claims are barred, in whole or in part, because the acts alleged in the
11 Complaint are not an infringement of copyright, including because the alleged acts are fair use.

12 **FOURTH DEFENSE**

13 **(Registration)**

14 Plaintiffs' claims are barred, in whole or in part, because the copyright registrations
15 purporting to cover some or all of the works in dispute are invalid and/or do not cover the
16 material alleged to have been infringed.

17 **FIFTH DEFENSE**

18 **(Copyright Misuse)**

19 Plaintiffs' claims are barred, in whole or in part, by the doctrine of copyright misuse.

20 **SIXTH DEFENSE**

21 **(Unclean Hands)**

22 Plaintiffs' claims are barred, in whole or in part, by the doctrine of unclean hands.

23 **SEVENTH DEFENSE**

24 **(Estoppel)**

25 Plaintiffs' claims are barred, in whole or in part, by the doctrine of estoppel.

26 **NINTH DEFENSE**

27 **(Failure to Mitigate)**

28 Plaintiffs' claims are barred, in whole or in part, because Plaintiffs have failed to mitigate

1 their damages, if any.

2 **TENTH DEFENSE**

3 **(Statute of Limitations)**

4 Plaintiffs' claims are barred, in whole or in part, by the applicable statute of limitations,
5 which requires Plaintiffs to have brought their claims within three years of accrual. *See* 17 U.S.C.
6 § 507(b).

7 **ELEVENTH DEFENSE**

8 **(Contractual Limitations)**

9 Plaintiffs' claims are barred, in whole or in part, by contractual limitations periods, which
10 require Plaintiffs to have brought their claims within one year of accrual.

11 **TWELFTH DEFENSE**

12 **(De Minimis Use)**

13 Plaintiffs' claims are barred, in whole or in part, because the acts alleged in the
14 Complaint are not infringing to the extent they constitute de minimis use of the underlying
15 copyrighted material.

16 **THIRTEENTH DEFENSE**

17 **(Copyright Validity)**

18 Plaintiffs' claims are barred, in whole or in part, because of the invalidity of their
19 copyrights, including due to the doctrine of merger, the doctrine of scènes à faire, or the
20 idea/expression dichotomy.

21 **FOURTEENTH DEFENSE**

22 **(Digital Millennium Copyright Act)**

23 Plaintiffs' claims are barred, in whole or in part, because Google is protected by one or
24 more of the Digital Millennium Copyright Act's safe harbors as set out in 17 U.S.C. § 512 *et seq.*

25 **FIFTEENTH DEFENSE**

26 **(Collateral Estoppel)**

27 Plaintiffs' claims are barred, in whole or in part, by the doctrine of collateral estoppel,
28 which bars Plaintiffs from relitigating an issue of fact or law decided against them in other cases,

1 including but not limited to other lawsuits where plaintiffs assert their works were infringed in
2 the process of developing other generative artificial intelligence models and services.

3 **SIXTEENTH DEFENSE**

4 **(Lack of Copyright Notice)**

5 Plaintiffs' claims are barred, in whole or in part, because their works were distributed
6 without an effective copyright notice.

7 **SEVENTEENTH DEFENSE**

8 **(Lack of Standing)**

9 Plaintiffs' claims are barred, in whole or in part, because Plaintiffs lack standing to
10 pursue them.

11 **EIGHTEENTH DEFENSE**

12 **(Putative Class Members)**

13 Google alleges that this lawsuit cannot proceed as a class action. Should the Court
14 determine otherwise, Google may have numerous defenses and counterclaims against individual
15 members of any alleged class, and accordingly Google reserves its right to assert those defenses
16 and counterclaims in a timely fashion.

17 **PRAYER FOR RELIEF**

18 WHEREFORE, Google respectfully requests the following relief:

- 19 1. A judgment in favor of Google denying Plaintiffs all relief requested in their
20 Complaint in this action and dismissing Plaintiffs' Complaint with prejudice;
- 21 2. That Google be awarded its costs of suit, including reasonable attorney's fees; and
- 22 3. That the Court award Google such other and further relief as the Court deems just
23 and proper.

24 **DEMAND FOR JURY TRIAL**

25 Google demands a trial by jury on all issues so triable.
26
27
28

1 Dated: October 16, 2025

WILSON SONSINI GOODRICH & ROSATI
Professional Corporation

2
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